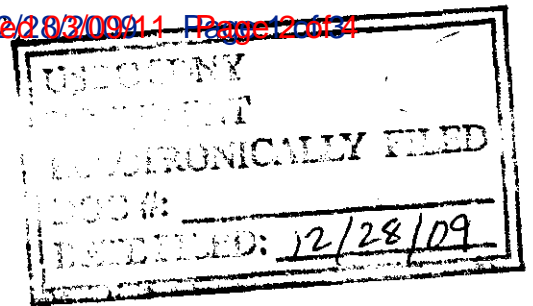


Exhibit 2



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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IN RE: AMERICAN EXPRESS ANTI-
STEERING RULES ANTITRUST
LITIGATION

This Document Relates To: All Actions

-----X

:
: 06 Civ. 2974 (WHP)

:
: SCHEDULING ORDER

WILLIAM H. PAULEY III, District Judge:

On December 17, 2009, this Court conducted a scheduling conference in open court with the parties. Having considered their submissions and arguments, this Court fixes the following schedule:

1. Rule 26(a)(1) initial disclosures shall be exchanged by January 15, 2010;
2. A further status conference will be conducted by the Court on April 2, 2010 at 12:00 p.m. The parties shall submit a joint letter to the Court by March 22, 2010 reporting on the status of discovery and any issues they intend to raise at the conference.
3. The last day for joinder of parties or amendment of the pleadings is June 1, 2010;
4. Any motion for class certification shall be served and filed no later than December 1, 2010;
5. All fact discovery shall be completed by February 28, 2011;
6. The parties shall serve expert reports on the subjects on which they bear the burden of proof at trial by March 31, 2011;
7. The parties shall serve any rebuttal expert reports by May 6, 2011;
8. Any sur-rebuttal expert reports shall be served by June 3, 2011;
9. All expert discovery shall be completed by July 15, 2011;

10. The Parties shall submit a joint pre-trial order that complies with this Court's individual practices by September 1, 2011; and
11. A final pre-trial conference shall be held on September 9, 2011, at 12:00 p.m.

With respect to the parties' differences over the number of depositions, this Court adopts a simpler and more straightforward protocol than either party proposed. The putative class plaintiffs and the American Express defendants shall each have a total of 300 hours of deposition time per side for all discovery (including fact witnesses, non-party witnesses, and expert witnesses), which may be used at their discretion.

To the extent the parties are unable to resolve any discovery disputes, they are to present those disputes to the Court in accord with this Court's individual practices after they exhaust their obligations to meet and confer under the Local Rules.

Dated: December 28, 2009
New York, New York

SO ORDERED:


WILLIAM H. PAULEY III
U.S.D.J.

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